

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

----- X
STICHTING PENSIOENFONDS ABP,

Plaintiff,

v.

ALLY FINANCIAL INC. f/k/a GMAC, LLC;
GMAC MORTGAGE CORPORATION a/k/a
GMAC MORTGAGE LLC;
HOMECOMINGS FINANCIAL, LLC f/k/a
HOMECOMINGS FINANCIAL NETWORK,
INC.; RESIDENTIAL ACCREDIT LOANS,
INC.; RESIDENTIAL CAPITAL LLC f/k/a
RESIDENTIAL CAPITAL CORPORATION;
GMAC-RFC HOLDING COMPANY, LLC
d/b/a GMAC RESIDENTIAL FUNDING
CORPORATION; RESIDENTIAL FUNDING
COMPANY, LLC f/k/a RESIDENTIAL
FUNDING CORPORATION; ALLY
SECURITIES, LLC d/b/a GMAC RFC
SECURITIES and f/k/a RESIDENTIAL
FUNDING SECURITIES CORPORATION;
RESIDENTIAL ASSET MORTGAGE
PRODUCTS, INC.; RESIDENTIAL ASSET
SECURITIES CORPORATION; DEUTSCHE
BANK SECURITIES INC.; J.P. MORGAN
SECURITIES LLC f/k/a J.P. MORGAN
SECURITIES, INC; BANC OF AMERICA
SECURITIES LLC; BARCLAYS CAPITAL
INC.; MERRILL LYNCH, PIERCE, FENNER
& SMITH INC.; BRUCE J. PARADIS;
KENNETH M. DUNCAN; DAVEE L.
OLSON; RALPH T. FLEES; LISA R.
LUNDSTEN; DAVID C. WALKER; JAMES
G. JONES; DAVID M. BRICKER; JAMES N.
YOUNG, and DIANE WOLD,

Defendants.
----- X

Case No. 12-cv-1381
ADM/TNL

DECLARATION OF JOSEPH J. CASSIOPPI

I, Joseph J. Cassioppi, declare as follows:

1. I am an attorney at Fredrikson & Byron, P.A., attorneys for Defendant Barclays Capital Inc. (“Barclays”) in the above-captioned action (the “Action”). I am admitted to the Bar of this Court and respectfully submit this Declaration in support of the Opposition to Stichting’s Motion to Amend the Complaint in the Action filed by Defendants Deutsche Bank Securities Inc., J.P. Morgan Securities LLC, Banc of America Securities LLC, Barclays, Merrill Lynch, Pierce, Fenner & Smith Inc., Ally Financial, Inc., Ally Securities, LLC, Bruce J. Paradis, Kenneth M. Duncan, Davee L. Olson, Ralph T. Flees, Lisa R. Lundsten, David C. Walker, James G. Jones, David M. Bricker, James N. Young, and Diane Wold (collectively, the “Defendants”).

2. Attached as Appendix A is a compilation of a sample of allegations contained within the proposed amended complaint attached to Stichting’s Motion to Amend (*see* Declaration of Geoffrey C. Jarvis (“Jarvis Decl.”), Ex. A), and the dates on which the facts underlying those proposed allegations were known to the public.

3. Attached as Exhibit A is a true and correct copy of electronic mail received from Geoffrey C. Jarvis, dated October 16, 2012.

4. Attached as Exhibit B is a true and correct copy of the amended complaint filed in *John Hancock Life Insurance Co. (U.S.A.) et al. v. Ally Financial, Inc. et al.*, No. 12-1841 (D. Minn.) (the “Hancock Action”), dated October 15, 2012.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

November 7, 2012

/s/ Joseph J. Cassioppi
Joseph J. Cassioppi